

WILEY, REIN & FIELDING

1776 K STREET, N.W.
WASHINGTON, D. C. 20006
(202) 429-7000

PETER D. SHIELDS
(202) 828-3249

November 19, 1998

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FEDERAL COMMUNICATIONS COMMISSION
OFFICE OF THE SECRETARY

FACSIMILE
(202) 429-7049

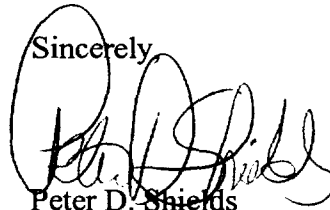
Ms. Magalie Roman Salas, Secretary
Federal Communications Commission
1919 M Street, N.W.
Washington, D.C. 20554

**Re: In the Matter of GTE Corporation and Bell Atlantic Corporation
Applications for Commission Consent to Transfer of Control
CC Docket 98-184**

Dear Ms. Salas:

On October 2, 1998, GTE and Bell Atlantic filed with the Federal Communications Commission their Applications for Transfer of Control ("Applications") under the above referenced docket number which, among other requests, sought the transfer of control of domestic Section 214 authorizations from GTE to Bell Atlantic. Pursuant to conversations with FCC staff and consistent with the terms of 47 C.F.R. § 1.763 and 47 U.S.C. § 214, Bell Atlantic and GTE have notified the proper state and federal authorities of these Applications. Copies of the cover pages sent to those parties are attached. If you have any questions, please feel free to contact the undersigned counsel for GTE.

Sincerely,



Peter D. Shields

Attachments

cc: Martin Schwimmer (via Hand Delivery)

No. of Copies made
List ABOVE

079



**GTE Service
Corporation**

601 Monroe Street
Suite 304
Jefferson City, MO 65101

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FEDERAL COMMUNICATIONS COMMISSION
OFFICE OF THE SECRETARY

October 29, 1998

**The Honorable Mel Carnahan
Governor of Missouri
Missouri State Capitol
Room 216
Jefferson City, MO 65101**

Dear Governor Carnahan:

On July 28, 1998, GTE and Bell Atlantic announced a merger under which GTE will become a wholly-owned subsidiary of Bell Atlantic. On October 2, 1998, GTE and Bell Atlantic filed with the Federal Communications Commission applications to transfer control of radio licenses and Section 214 authorizations to operate interstate communications lines. Under the Communications Act and the FCC's rules, notice of applications to transfer Section 214 authorizations is to be given to the Governor of each state where such communications lines are located. Accordingly, please find enclosed a copy of the Section 214 application filed by GTE and Bell Atlantic and some additional background information on the merger.

If you have any questions, please contact me at 573/636-5306.

Sincerely,

**Woody Simmons
Director, Governmental Affairs**

**WS:gl
Enclosures**



**GTE Service
Corporation**

2616 W Main
Jacksonville, AR 72076

October 23, 1998

Governor Mike Huckabee
State Capitol
Little Rock, AR 72201

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NOV 4 1998

MERGER APPROVAL TEAM

Dear Governor Huckabee:

On July 28, 1998, GTE and Bell Atlantic announced a merger under which GTE will become a wholly-owned subsidiary of Bell Atlantic. On October 2, 1998, GTE and Bell Atlantic filed with the Federal Communications Commission applications to transfer control of radio licenses and Section 214 authorizations to operate interstate communications lines. Under the Communications Act and the FCC's rules, notice of applications to transfer Section 214 authorizations is to be given to the Governor of each state where such communications lines are located. Accordingly, please find enclosed a copy of the Section 214 application filed by GTE and Bell Atlantic and some additional background information on the merger. If you have any questions, please contact Tom Duke at 501/985-2154.

Tom C. Duke
State Director-Governmental Affairs

Enclosure

James P. Greene
Assistant Vice President
Governmental Affairs



**GTE Service
Corporation**

1121 L. Street
Suite 500
Sacramento, CA 95814
916 441-3530
Fax: 916 441-4639

October 27, 1998

**The Honorable Jane Hull
Governor, State of Arizona
1700 West Washington
Phoenix, AZ 85007**

Dear Governor Hull:

On July 28, 1998, GTE and Bell Atlantic announced a merger under which GTE will become a wholly-owned subsidiary of Bell Atlantic. On October 2, 1998, GTE and Bell Atlantic filed with the Federal Communications Commission applications to transfer control of radio licenses and Section 214 authorizations to operate interstate communications lines. Under the Communications Act and the FCC's rules, notice of applications to transfer Section 214 authorizations is to be given to the Governor of each state where such communications lines are located. Accordingly, please find enclosed a copy of the Section 214 application filed by GTE and Bell Atlantic and some additional background information on the merger. If you have any questions, please contact James Greene at 916/ 441-3530.

Respectfully,

A handwritten signature in black ink, appearing to be "Jim", written over the printed name.

James Greene

James P. Greene
Assistant Vice President
Governmental Affairs



**GTE Service
Corporation**

1121 L. Street
Suite 500
Sacramento, CA 95814
916 441-3530
Fax: 916 441-4639


October 27, 1998

The Honorable Pete Wilson
Governor, State of California
State Capitol, Governor's Office
Sacramento, CA 95814

Dear Governor Wilson:

On July 28, 1998, GTE and Bell Atlantic announced a merger under which GTE will become a wholly-owned subsidiary of Bell Atlantic. On October 2, 1998, GTE and Bell Atlantic filed with the Federal Communications Commission applications to transfer control of radio licenses and Section 214 authorizations to operate interstate communications lines. Under the Communications Act and the FCC's rules, notice of applications to transfer Section 214 authorizations is to be given to the Governor of each state where such communications lines are located. Accordingly, please find enclosed a copy of the Section 214 application filed by GTE and Bell Atlantic and some additional background information on the merger. If you have any questions, please contact James Greene at 916/ 441-3530.

Respectfully,



James Greene

*Beyond the call*Warren H. Haruki
President

October 26, 1998

The Honorable Benjamin J. Cayetano
Governor
Executive Chambers
Hawaii State Capitol
Honolulu, Hawaii 96813

Dear Governor ^{Ben}~~Cayetano~~:

On July 28, 1998, GTE and Bell Atlantic announced a merger under which GTE will become a wholly-owned subsidiary of Bell Atlantic. On October 2, 1998, GTE and Bell Atlantic filed with the Federal Communications Commission applications to transfer control of radio licenses and Section 214 authorizations to operate interstate communications lines. Under the Communications Act and the FCC's rules, notice of applications to transfer Section 214 authorizations is to be given to the Governor of each state where such communications lines are located. Accordingly, please find enclosed a copy of the Section 214 application filed by GTE and Bell Atlantic and some additional background information on the merger. If you have any questions, please contact Joel Matsunaga at 546-3877.

Very truly yours,

Warren

Enclosures

bc: John Dudley - HQE02E05 - Irving, TX
Peter Shields - Wiley, Rein & Fielding

Lida C. Tong
Director-Regulatory
& Governmental Affairs



**GTE Service
Corporation**

1800 41st Street, WA0101RA
P.O. Box 1003
Everett, WA 98201
425 261-5691
Fax: 425 261-5262

October 28, 1998

**Governor Gary Locke
Legislative Building
P.O. Box 40002
Olympia, Washington 98504-0002**

Dear Governor Locke:

On July 28, 1998, GTE and Bell Atlantic announced a merger under which GTE will become a wholly-owned subsidiary of Bell Atlantic. On October 2, 1998, GTE and Bell Atlantic filed with the Federal Communications Commission applications to transfer control of radio licenses and Section 214 authorizations to operate interstate communications lines. Under the Communications Act and the FCC's rules, notice of applications to transfer Section 214 authorizations is to be given to the Governor of each state where such communications lines are located. Accordingly, please find enclosed a copy of the Section 214 application filed by GTE and Bell Atlantic and some additional background information on the merger. If you have any questions, please contact me at 425/261-5691.

Very truly yours,

A handwritten signature in cursive script, appearing to read "Lida C. Tong".

**Lida C. Tong
Director - Regulatory & Governmental Affairs**

Enclosure

Fred Logan
Director - Regulatory &
Governmental Affairs



**GTE Service
Corporation**

OR030030
17933 NW Evergreen Pkwy.
P.O. Box 1100
Beaverton, OR 97075
503 629-2338
Fax: 503 629-0592

October 26, 1998

Governor Philip E. Batt
700 West Jefferson, 2nd Floor
Boise, Idaho 83720-0031

Dear Governor Batt:

On July 28, 1998, GTE and Bell Atlantic announced a merger under which GTE will become a wholly-owned subsidiary of Bell Atlantic. On October 2, 1998, GTE and Bell Atlantic filed with the Federal Communications Commission applications to transfer control of radio licenses and Section 214 authorizations to operate interstate communications lines. Under the Communications Act and the FCC's rules, notice of applications to transfer Section 214 authorizations is to be given to the Governor of each state where such communications lines are located. Accordingly, please find enclosed a copy of the Section 214 application filed by GTE and Bell Atlantic and some additional background information on the merger.

If you have any questions, please contact me at 503/629-2281 or Schelly Jensen at 503/629- 2338.

Sincerely,

A handwritten signature in black ink, appearing to read "Fred Logan", with a long horizontal flourish extending to the right.

Fred Logan
Director-Regulatory & Governmental Affairs

FEL:ckw

Enclosure

Thomas E. Schmersahl
State Director
Governmental Affairs

October 21, 1998



**GTE Service
Corporation**

1312 East Empire Street
Bloomington, IL 61701
309 663-3610
FAX: 309 663-3186

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OCT 22 1998

MERGER APPROVAL TEAM

**The Honorable Jim Edgar
Governor of Illinois
State Capitol, Room 207
Springfield, IL 62706**

Dear Governor Edgar:

On July 28, 1998, GTE and Bell Atlantic announced a merger under which GTE will become a wholly-owned subsidiary of Bell Atlantic. On October 2, 1998, GTE and Bell Atlantic filed with the Federal Communications Commission applications to transfer control of radio licenses and Section 214 authorizations to operate interstate communications lines.

Under the Communications Act and the FCC's rules, notice of applications to transfer Section 214 authorizations is to be given to the Governor of each state where such communications lines are located. Accordingly, please find enclosed a copy of the Section 214 application filed by GTE and Bell Atlantic and some additional background information on the merger.

If you have any questions, please contact me at (309) 663-3610.

Very truly yours,

A handwritten signature in cursive script that reads "Tom".

Thomas E. Schmersahl

Enclosures

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OCT 28 1998

MERGER APPROVAL TEAM

October 21, 1998

Governor Terry Branstad
State Capitol Building
Des Moines, IA 50319

Dear Governor Branstad:

On July 28, 1998, GTE and Bell Atlantic announced a merger under which GTE will become a wholly-owned subsidiary of Bell Atlantic. On October 2, 1998, GTE and Bell Atlantic filed with the Federal Communications Commission applications to transfer control of radio licenses and Section 214 authorizations to operate interstate communications lines. Under the Communications Act and the FCC's rules, notice of applications to transfer Section 214 authorizations is to be given to the Governor of each state where such communications lines are located. Accordingly, please find enclosed a copy of the Section 214 application filed by GTE and Bell Atlantic and some additional background information on the merger.

If you have any questions, please contact Mike Anderson at (515) 269-7807.

Sincerely,

Original Signed By
D. M. ANDERSON

D. M. Anderson
Director-Regulatory & Governmental Affairs

DMA:rlv
Enclosure

bc: John Dudley - HQE02E05 - Irving, TX (w/o enc.)
John Flannery - Des Moines, IA (w/o enc.)
Robert F. Holz - Davis, Brown, Koehn, Shors & Roberts, P.C. - DM (w/o enc.)
Peter Shields - Wiley, Rein & Fielding - Washington, DC (w/o Enc.)

James P. Greene
Assistant Vice President
Governmental Affairs



**GTE Service
Corporation**

1121 L Street
Suite 500
Sacramento, CA 95814
916 441-3530
Fax: 916 441-4639


October 27, 1998

**The Honorable Bob Miller
Office of the Governor
Capitol Complex
Carson City, NV 89710**

Dear Governor Miller:

On July 28, 1998, GTE and Bell Atlantic announced a merger under which GTE will become a wholly-owned subsidiary of Bell Atlantic. On October 2, 1998, GTE and Bell Atlantic filed with the Federal Communications Commission applications to transfer control of radio licenses and Section 214 authorizations to operate interstate communications lines. Under the Communications Act and the FCC's rules, notice of applications to transfer Section 214 authorizations is to be given to the Governor of each state where such communications lines are located. Accordingly, please find enclosed a copy of the Section 214 application filed by GTE and Bell Atlantic and some additional background information on the merger. If you have any questions, please contact James Greene at 916/ 441-3530.

Respectfully,


James Greene

A part of GTE Corporation

P.2

NOV 03 '98 01:09PM GTE CA GOVT AFFAIRS

Joe W. Foster
State Director
Governmental Affairs

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OCT 22 1998
MERGER APPROVAL TEAM



**GTE Service
Corporation**

4100 North Roxboro Road
NC999015
Durham, NC 27704
919 317-7656
Fax: 919 317-5412

October 19, 1998

The Honorable James B. Hunt, Jr.
Governor of North Carolina
116 W. Jones Street
Raleigh, NC 27603-8001

Dear Governor Hunt:

On July 28, 1998, GTE and Bell Atlantic announced a merger under which GTE will become a wholly-owned subsidiary of Bell Atlantic. On October 2, 1998, GTE and Bell Atlantic filed with the Federal Communications Commission applications to transfer control of radio licenses and Section 214 authorizations to operate interstate communications lines. Under the Communications Act and the FCC's rules, notice of applications to transfer Section 214 authorizations is to be given to the Governor of each state where such communications lines are located. Accordingly, please find enclosed a copy of the Section 214 application filed by GTE and Bell Atlantic and some additional background information on the merger. If you have any questions, please contact me at (919) 317-7656.

Very truly yours,

A handwritten signature in cursive script that reads "Joe W. Foster".

Joe W. Foster

JWF:tsj
By Airborne Express

Enclosures

cc: John Dudley (w/o encls.)
Peter Shields (w/o encls.)

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OCT 26 1998

MERGER APPROVAL TEAM



**GTE Service
Corporation**

1000 W. Wilshire
Suite 121B
Oklahoma City, OK 73116
405 840-9868
Fax: 405 840-9867

October 19, 1998

Honorable Frank Keating
Governor, State of Oklahoma
212 State Capitol Bldg.
2300 N. Lincoln Blvd.
Oklahoma City, Oklahoma 73105-4890

Dear Governor Keating:

On July 28, 1998, GTE and Bell Atlantic announced a merger under which GTE will become a wholly-owned subsidiary of Bell Atlantic. On October 2, 1998, GTE and Bell Atlantic filed with the Federal Communications Commission applications to transfer control of radio licenses and Section 214 authorizations to operate interstate communications lines. Under the Communications Act and the FCC's rules, notice of applications to transfer Section 214 authorizations is to be given to the Governor of each state where such communications lines are located. Accordingly, please find enclosed a copy of the Section 214 application filed by GTE and Bell Atlantic and some additional background information on the merger. If you have any questions, please contact me at 405-840-9868.

Sincerely,


Bob Gray
Government Affairs
State Director

Fred Logan
Director - Regulatory &
Governmental Affairs



**GTE Service
Corporation**

OR030030
17933 NW Evergreen Pkwy.
P.O. Box 1100
Beaverton, OR 97075
503 629-2338
Fax: 503 629-0592

October 26, 1998

Governor John A. Kitzhaber
State Capitol Building
Salem, Oregon 97310

Dear Governor Kitzhaber:

On July 28, 1998, GTE and Bell Atlantic announced a merger under which GTE will become a wholly-owned subsidiary of Bell Atlantic. On October 2, 1998, GTE and Bell Atlantic filed with the Federal Communications Commission applications to transfer control of radio licenses and Section 214 authorizations to operate interstate communications lines. Under the Communications Act and the FCC's rules, notice of applications to transfer Section 214 authorizations is to be given to the Governor of each state where such communications lines are located. Accordingly, please find enclosed a copy of the Section 214 application filed by GTE and Bell Atlantic and some additional background information on the merger.

If you have any questions, please contact me at 503/629-2281 or Schelly Jensen at 503/629- 2338.

Sincerely,

A handwritten signature in black ink, appearing to read "Fred Logan", written over a horizontal line.

Fred Logan
Director-Regulatory & Governmental Affairs

FEL:ckw

Enclosure

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OCT 26 1998
MERGER APPROVAL TEAM



**GTE Service
Corporation**

Suite 600
212 Locust Street
P.O. Box 12060
Harrisburg, PA 17108
717 234-5425
Fax: 717 234-1456

October 20, 1998

Honorable Thomas J. Ridge
Governor of Pennsylvania
225 Capitol Building
Harrisburg, PA 17120

Dear Governor Ridge:

On July 28, 1998, GTE and Bell Atlantic announced a merger under which GTE will become a wholly-owned subsidiary of Bell Atlantic. On October 2, 1998, GTE and Bell Atlantic filed with the Federal Communications Commission applications to transfer control of radio licenses and Section 214 authorizations to operate interstate communications lines. Under the Communications Act and the FCC's rules, notice of applications to transfer Section 214 authorizations is to be given to the Governor of each state where such communications lines are located. Accordingly, please find enclosed a copy of the Section 214 application filed by GTE and Bell Atlantic and some additional background information on the merger. If you have any questions, please contact Walter F. Japak, GTE, at (717) 234-5429 or Robert D. Wurzbach, Bell Atlantic, at (717) 777-4748.

Bc: J. O. Dudley – GTE
Peter Shields, Wiley, Rein & Fielding

Thomas A. Clarke
Assistant Vice President
Governmental Affairs



**GTE Service
Corporation**

TXD07AUS
816 Congress Avenue
Suite 1500
Austin, TX 78701
512 370-4205
Fax: 512 370-4275

Governor's Office

OCT 23 1998

General Counsel

October 22, 1998

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OCT 28 1998

MERGER APPROVAL TEAM

The Honorable George W. Bush
Governor of Texas
P.O. Box 12428
Austin, TX 78711

Dear Governor Bush:

On July 28, 1998, GTE and Bell Atlantic announced a merger under which GTE will become a wholly-owned subsidiary of Bell Atlantic. On October 2, 1998, GTE and Bell Atlantic filed with the Federal Communications Commission applications to transfer control of radio licenses and Section 214 authorizations to operate interstate communications lines.

Under the Communications Act and the FCC's rules, notice of applications to transfer Section 214 authorizations is to be given to the Governor of each state where such communications lines are located. Accordingly, please find enclosed a copy of the Section 214 application filed by GTE and Bell Atlantic and some additional background information on the merger. If you have any questions, please contact me at 512-370-4205.

Sincerely yours,

A handwritten signature in dark ink, appearing to be "Tom Clarke", written over a horizontal line.

Thomas A. Clarke
Assistant Vice President – Governmental Affairs

TAC:mgb
Enclosures



GTE Service Corporation

Three James Center, Ste. 1200
1051 East Cary Street
Richmond, VA 23219
VA401EAF

October 20, 1998

The Honorable James S. Gilmore, III
Governor of Virginia
State Capital
Richmond, VA 23219

Dear Governor:

On July 28, 1998, GTE and Bell Atlantic announced a merger under which GTE will become a wholly-owned subsidiary of Bell Atlantic. On October 2, 1998, GTE and Bell Atlantic filed with the Federal Communications Commission applications to transfer control of radio licenses and Section 214 authorizations to operate interstate communications lines. Under the Communications Act and the FCC's rules, notice of applications to transfer Section 214 authorizations is to be given to the Governor of each state where such communications lines are located. Accordingly, please find enclosed a copy of the Section 214 application filed by GTE and Bell Atlantic and some additional background information on the merger.

If you have any questions, please contact Robert W. Woltz at (804) 772-1595 or myself at (804) 779-4038.

Very truly yours,

A handwritten signature in cursive script that reads "Richard T. Cornwell".

Richard T. Cornwell
Director-Governmental Affairs

c: Robert W. Woltz, Jr. - Bell Atlantic

bc: John Dudley
Peter Shields



GTE Service Corporation

One N. Capitol Ave.
Suite 515
Indianapolis, IN 46204
317-634-8576

November 3, 1998

Governor Frank O'Bannon
Office of the Governor
State House
Room 206
Indianapolis, Indiana 46204

Dear Governor O'Bannon:

GTE will become a wholly-owned subsidiary of Bell Atlantic. On October 2, 1998, GTE and On July 28, 1998, GTE and Bell Atlantic announced a merger under which Bell Atlantic filed with the Federal Communications Commission applications to transfer control of radio licenses and Section 214 authorizations to operate interstate communications lines. Under the Communications Act and the FCC's rules, notice of applications to transfer Section 214 authorizations is to be given to the Governor of each state where such communications lines are located. Accordingly, please find enclosed a copy of the Section 214 application filed by GTE and Bell Atlantic and some additional background information on the merger. If you have any questions, please contact Neil Krevda at 317-631-7179.

Sincerely,

A handwritten signature in cursive script, appearing to read "Neil M. Krevda".

Neil M. Krevda
State Manager-Governmental Affairs
GTE Service Corporation

WILEY, REIN & FIELDING

1776 K STREET, N.W.
WASHINGTON, D.C. 20006
(202) 429-7000

PETER SHIELDS
(202) 828-3249

FACSIMILE
(202) 429-7049

November 5, 1998


Mr. James Mathews
Executive Secretary
Arizona Corporation Commission
1200 West Washington Street
Phoenix, AZ 85007

Re: Transfer of Section 214 Authorizations from GTE to Bell Atlantic under
the Announced Merger.

Dear Mr. Mathews:

On July 28, 1998, GTE and Bell Atlantic announced a merger under which GTE will become a wholly-owned subsidiary of Bell Atlantic. On October 2, 1998, GTE and Bell Atlantic filed with the Federal Communications Commission applications to transfer control of radio licenses and Section 214 authorizations to operate interstate communications lines. Under the Communications Act and the FCC's rules, notice of the applications to transfer Section 214 authorizations is to be given to the regulatory agencies in each state through which a communication line passes. Accordingly, please find enclosed a copy of the Section 214 application filed by GTE and Bell Atlantic and some additional background information on the merger. If you have any questions, please contact the undersigned, counsel for GTE, at the above number.

Sincerely,



Peter D. Shields

Enclosures: Application for Transfer of Control Volume 1
 Application for Transfer of Control Volume 2: Section 21

WILEY, REIN & FIELDING

1776 K STREET, N.W.
WASHINGTON, D.C. 20006
(202) 429-7000

PETER SHIELDS
(202) 828-3249

FACSIMILE
(202) 429-7049

November 5, 1998


Ms. Paula Mueller
Public Utility Commission of Texas
Attn: Public Records
1701 N. Congress Avenue
Austin, TX 78701

Re: Transfer of Section 214 Authorizations from GTE to Bell Atlantic under
the Announced Merger.

Dear Ms. Mueller:

On July 28, 1998, GTE and Bell Atlantic announced a merger under which GTE will become a wholly-owned subsidiary of Bell Atlantic. On October 2, 1998, GTE and Bell Atlantic filed with the Federal Communications Commission applications to transfer control of radio licenses and Section 214 authorizations to operate interstate communications lines. Under the Communications Act and the FCC's rules, notice of the applications to transfer Section 214 authorizations is to be given to the regulatory agencies in each state through which a communication line passes. Accordingly, please find enclosed a copy of the Section 214 application filed by GTE and Bell Atlantic and some additional background information on the merger. If you have any questions, please contact the undersigned, counsel for GTE, at the above number.

Sincerely,



Peter D. Shields

Enclosures: Application for Transfer of Control Volume 1
 Application for Transfer of Control Volume 2: Section 21

WILEY, REIN & FIELDING

1776 K STREET, N.W.
WASHINGTON, D.C. 20006
(202) 429-7000

PETER SHIELDS
(202) 828-3249

FACSIMILE
(202) 429-7049

November 5, 1998


Mr. John Alford
Secretary
Commonwealth of Pennsylvania
Public Utility Commission
North Building
Commonwealth Avenue & North Street
Harrisburg, PA 17105

Re: Transfer of Section 214 Authorizations from GTE to Bell Atlantic under
the Announced Merger.

Dear Mr. Alford:

On July 28, 1998, GTE and Bell Atlantic announced a merger under which GTE will become a wholly-owned subsidiary of Bell Atlantic. On October 2, 1998, GTE and Bell Atlantic filed with the Federal Communications Commission applications to transfer control of radio licenses and Section 214 authorizations to operate interstate communications lines. Under the Communications Act and the FCC's rules, notice of the applications to transfer Section 214 authorizations is to be given to the regulatory agencies in each state through which a communication line passes. Accordingly, please find enclosed a copy of the Section 214 application filed by GTE and Bell Atlantic and some additional background information on the merger. If you have any questions, please contact the undersigned, counsel for GTE, at the above number.

Sincerely,



Peter D. Shields

Enclosures: Application for Transfer of Control Volume 1
 Application for Transfer of Control Volume 2: Section 21

WILEY, REIN & FIELDING

1776 K STREET, N.W.
WASHINGTON, D.C. 20006
(202) 429-7000

PETER SHIELDS
(202) 828-3249

FACSIMILE
(202) 429-7049

November 5, 1998


Ms. Jan Sanders
Secretary
Arkansas Public Service Commission
P.O. Box 400
Little Rock, AR 72203-0400

Re: Transfer of Section 214 Authorizations from GTE to Bell Atlantic under
the Announced Merger.

Dear Ms. Sanders:

On July 28, 1998, GTE and Bell Atlantic announced a merger under which GTE will become a wholly-owned subsidiary of Bell Atlantic. On October 2, 1998, GTE and Bell Atlantic filed with the Federal Communications Commission applications to transfer control of radio licenses and Section 214 authorizations to operate interstate communications lines. Under the Communications Act and the FCC's rules, notice of the applications to transfer Section 214 authorizations is to be given to the regulatory agencies in each state through which a communication line passes. Accordingly, please find enclosed a copy of the Section 214 application filed by GTE and Bell Atlantic and some additional background information on the merger. If you have any questions, please contact the undersigned, counsel for GTE, at the above number.

Sincerely,



Peter D. Shields

Enclosures: Application for Transfer of Control Volume 1
 Application for Transfer of Control Volume 2: Section 21

WILEY, REIN & FIELDING

**1776 K STREET, N.W.
WASHINGTON, D.C. 20006
(202) 429-7000**

**PETER SHIELDS
(202) 828-3249**

**FACSIMILE
(202) 429-7049**

November 5, 1998

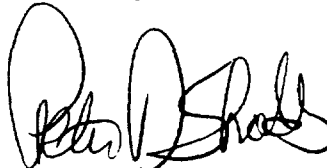
**Ms. Leticia Ramirez
PAL Coordinator
Telecommunications Branch
California Public Utilities Commission
505 Van Ness Avenue
San Francisco, CA 94102**

**Re: Transfer of Section 214 Authorizations from GTE to Bell Atlantic under
the Announced Merger.**

Dear Ms. Ramirez:

On July 28, 1998, GTE and Bell Atlantic announced a merger under which GTE will become a wholly-owned subsidiary of Bell Atlantic. On October 2, 1998, GTE and Bell Atlantic filed with the Federal Communications Commission applications to transfer control of radio licenses and Section 214 authorizations to operate interstate communications lines. Under the Communications Act and the FCC's rules, notice of the applications to transfer Section 214 authorizations is to be given to the regulatory agencies in each state through which a communication line passes. Accordingly, please find enclosed a copy of the Section 214 application filed by GTE and Bell Atlantic and some additional background information on the merger. If you have any questions, please contact the undersigned, counsel for GTE, at the above number.

Sincerely,



Peter D. Shields

**Enclosures: Application for Transfer of Control Volume 1
 Application for Transfer of Control Volume 2: Section 21**

WILEY, REIN & FIELDING

1776 K STREET, N.W.
WASHINGTON, D.C. 20006
(202) 429-7000

PETER SHIELDS
(202) 828-3249

FACSIMILE
(202) 429-7049

November 5, 1998

Ms. Bertha Kurosawa
Chief Clerk
Hawaii Public Utilities Commission
465 South King Street
Kekuana'oa Building - 1st Floor
Honolulu, HI 96813

Re: Transfer of Section 214 Authorizations from GTE to Bell Atlantic under
the Announced Merger.

Dear Ms. Kurosawa:

On July 28, 1998, GTE and Bell Atlantic announced a merger under which GTE will become a wholly-owned subsidiary of Bell Atlantic. On October 2, 1998, GTE and Bell Atlantic filed with the Federal Communications Commission applications to transfer control of radio licenses and Section 214 authorizations to operate interstate communications lines. Under the Communications Act and the FCC's rules, notice of the applications to transfer Section 214 authorizations is to be given to the regulatory agencies in each state through which a communication line passes. Accordingly, please find enclosed a copy of the Section 214 application filed by GTE and Bell Atlantic and some additional background information on the merger. If you have any questions, please contact the undersigned, counsel for GTE, at the above number.

Sincerely,



Peter D. Shields

Enclosures: Application for Transfer of Control Volume 1
 Application for Transfer of Control Volume 2: Section 21

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1776 K STREET, N.W.
WASHINGTON, D.C. 20006
(202) 429-7000

PETER SHIELDS
(202) 828-3249

FACSIMILE
(202) 429-7049

November 5, 1998

Ms. Myrna Walters
Secretary
Idaho Public Utilities Commission
Statehouse Mail
472 West Washington
Boise, ID 83702

Re: Transfer of Section 214 Authorizations from GTE to Bell Atlantic under
the Announced Merger.

Dear Ms. Walters:

On July 28, 1998, GTE and Bell Atlantic announced a merger under which GTE will become a wholly-owned subsidiary of Bell Atlantic. On October 2, 1998, GTE and Bell Atlantic filed with the Federal Communications Commission applications to transfer control of radio licenses and Section 214 authorizations to operate interstate communications lines. Under the Communications Act and the FCC's rules, notice of the applications to transfer Section 214 authorizations is to be given to the regulatory agencies in each state through which a communication line passes. Accordingly, please find enclosed a copy of the Section 214 application filed by GTE and Bell Atlantic and some additional background information on the merger. If you have any questions, please contact the undersigned, counsel for GTE, at the above number.

Sincerely,



Peter D. Shields

Enclosures: Application for Transfer of Control Volume 1
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WILEY, REIN & FIELDING

1776 K STREET, N.W.
WASHINGTON, D.C. 20006
(202) 429-7000

PETER SHIELDS
(202) 828-3249

FACSIMILE
(202) 429-7049

November 5, 1998

Mr. Kostas Poulakiadas
Secretary of the Commission
302 West Washington Street, Suite E306
Indiana Utility Regulatory Commission
Indianapolis, IN 46204

Re: Transfer of Section 214 Authorizations from GTE to Bell Atlantic under
the Announced Merger.

Dear Mr. Poulakiadas:

On July 28, 1998, GTE and Bell Atlantic announced a merger under which GTE will become a wholly-owned subsidiary of Bell Atlantic. On October 2, 1998, GTE and Bell Atlantic filed with the Federal Communications Commission applications to transfer control of radio licenses and Section 214 authorizations to operate interstate communications lines. Under the Communications Act and the FCC's rules, notice of the applications to transfer Section 214 authorizations is to be given to the regulatory agencies in each state through which a communication line passes. Accordingly, please find enclosed a copy of the Section 214 application filed by GTE and Bell Atlantic and some additional background information on the merger. If you have any questions, please contact the undersigned, counsel for GTE, at the above number.

Sincerely,



Peter D. Shields

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November 5, 1998

Ms. Donna Caton
Chief Clerk
Illinois Commerce Commission
Leland Building
527 E. Capitol Avenue - 8th Floor
Springfield, IL 62794-9280

Re: Transfer of Section 214 Authorizations from GTE to Bell Atlantic under
the Announced Merger.

Dear Ms. Caton:

On July 28, 1998, GTE and Bell Atlantic announced a merger under which GTE will become a wholly-owned subsidiary of Bell Atlantic. On October 2, 1998, GTE and Bell Atlantic filed with the Federal Communications Commission applications to transfer control of radio licenses and Section 214 authorizations to operate interstate communications lines. Under the Communications Act and the FCC's rules, notice of the applications to transfer Section 214 authorizations is to be given to the regulatory agencies in each state through which a communication line passes. Accordingly, please find enclosed a copy of the Section 214 application filed by GTE and Bell Atlantic and some additional background information on the merger. If you have any questions, please contact the undersigned, counsel for GTE, at the above number.

Sincerely,



Peter D. Shields

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November 5, 1998

Mr. Raymond A. Vawter, Jr.
Executive Secretary
Iowa Utilities Board
Lucas State Office Building
5th Floor
Des Moines, IA 50319

Re: Transfer of Section 214 Authorizations from GTE to Bell Atlantic under
the Announced Merger.

Dear Mr. Vawter:

On July 28, 1998, GTE and Bell Atlantic announced a merger under which GTE will become a wholly-owned subsidiary of Bell Atlantic. On October 2, 1998, GTE and Bell Atlantic filed with the Federal Communications Commission applications to transfer control of radio licenses and Section 214 authorizations to operate interstate communications lines. Under the Communications Act and the FCC's rules, notice of the applications to transfer Section 214 authorizations is to be given to the regulatory agencies in each state through which a communication line passes. Accordingly, please find enclosed a copy of the Section 214 application filed by GTE and Bell Atlantic and some additional background information on the merger. If you have any questions, please contact the undersigned, counsel for GTE, at the above number.

Sincerely,



Peter D. Shields

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FACSIMILE
(202) 429-7049

November 5, 1998

Mr. William Vance
Secretary
Nevada Public Service Commission
727 Fairview Drive
Carson City, NV 89710

Re: Transfer of Section 214 Authorizations from GTE to Bell Atlantic under
the Announced Merger.

Dear Mr. Vance:

On July 28, 1998, GTE and Bell Atlantic announced a merger under which GTE will become a wholly-owned subsidiary of Bell Atlantic. On October 2, 1998, GTE and Bell Atlantic filed with the Federal Communications Commission applications to transfer control of radio licenses and Section 214 authorizations to operate interstate communications lines. Under the Communications Act and the FCC's rules, notice of the applications to transfer Section 214 authorizations is to be given to the regulatory agencies in each state through which a communication line passes. Accordingly, please find enclosed a copy of the Section 214 application filed by GTE and Bell Atlantic and some additional background information on the merger. If you have any questions, please contact the undersigned, counsel for GTE, at the above number.

Sincerely,



Peter D. Shields

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PETER SHIELDS
(202) 828-3249

FACSIMILE
(202) 429-7049

November 5, 1998


Ms. Geneva Thigpen
Chief Clerk
North Carolina Utilities Commission
430 North Salisbury Street
Dobbs Building, Room 5063
Raleigh, NC 27611

Re: Transfer of Section 214 Authorizations from GTE to Bell Atlantic under
the Announced Merger.

Dear Ms. Thigpen:

On July 28, 1998, GTE and Bell Atlantic announced a merger under which GTE will become a wholly-owned subsidiary of Bell Atlantic. On October 2, 1998, GTE and Bell Atlantic filed with the Federal Communications Commission applications to transfer control of radio licenses and Section 214 authorizations to operate interstate communications lines. Under the Communications Act and the FCC's rules, notice of the applications to transfer Section 214 authorizations is to be given to the regulatory agencies in each state through which a communication line passes. Accordingly, please find enclosed a copy of the Section 214 application filed by GTE and Bell Atlantic and some additional background information on the merger. If you have any questions, please contact the undersigned, counsel for GTE, at the above number.

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Peter D. Shields

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November 5, 1998

Ms. Celeste Hari
Secretary
Oregon Public Utilities Commission
550 Capitol Street, N.E.
Salem, OR 97310-1380

Re: Transfer of Section 214 Authorizations from GTE to Bell Atlantic under
the Announced Merger.

Dear Ms. Hari:

On July 28, 1998, GTE and Bell Atlantic announced a merger under which GTE will become a wholly-owned subsidiary of Bell Atlantic. On October 2, 1998, GTE and Bell Atlantic filed with the Federal Communications Commission applications to transfer control of radio licenses and Section 214 authorizations to operate interstate communications lines. Under the Communications Act and the FCC's rules, notice of the applications to transfer Section 214 authorizations is to be given to the regulatory agencies in each state through which a communication line passes. Accordingly, please find enclosed a copy of the Section 214 application filed by GTE and Bell Atlantic and some additional background information on the merger. If you have any questions, please contact the undersigned, counsel for GTE, at the above number.

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November 5, 1998

Mr. Ernest G. Johnson
Director of Public Utility Division
Corporate Commission
of Oklahoma
2101 North Lincoln Boulevard
Jim Thorpe Office Building
Oklahoma City, OK 73105

Re: Transfer of Section 214 Authorizations from GTE to Bell Atlantic under
the Announced Merger.

Dear Mr. Johnson:

On July 28, 1998, GTE and Bell Atlantic announced a merger under which GTE will become a wholly-owned subsidiary of Bell Atlantic. On October 2, 1998, GTE and Bell Atlantic filed with the Federal Communications Commission applications to transfer control of radio licenses and Section 214 authorizations to operate interstate communications lines. Under the Communications Act and the FCC's rules, notice of the applications to transfer Section 214 authorizations is to be given to the regulatory agencies in each state through which a communication line passes. Accordingly, please find enclosed a copy of the Section 214 application filed by GTE and Bell Atlantic and some additional background information on the merger. If you have any questions, please contact the undersigned, counsel for GTE, at the above number.

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November 5, 1998

Mr. William J. Bridge, Clerk
c/o Document Control Center
Commonwealth of Virginia
State Corporation Commission
P.O. Box 2118, Tyler Bldg., 1st Floor
1300 East Main Street
Richmond, VA 23219

Re: Transfer of Section 214 Authorizations from GTE to Bell Atlantic under
the Announced Merger.

Dear Mr. Bridge:

On July 28, 1998, GTE and Bell Atlantic announced a merger under which GTE will become a wholly-owned subsidiary of Bell Atlantic. On October 2, 1998, GTE and Bell Atlantic filed with the Federal Communications Commission applications to transfer control of radio licenses and Section 214 authorizations to operate interstate communications lines. Under the Communications Act and the FCC's rules, notice of the applications to transfer Section 214 authorizations is to be given to the regulatory agencies in each state through which a communication line passes. Accordingly, please find enclosed a copy of the Section 214 application filed by GTE and Bell Atlantic and some additional background information on the merger. If you have any questions, please contact the undersigned, counsel for GTE, at the above number.

Sincerely,



Peter D. Shields

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PETER SHIELDS
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November 5, 1998


Mr. Steve McLellan
Secretary
Washington Utilities and
Transportation Commission
Chandler Plaza Building
1300 South Evergreen Park Drive, SW
Olympia, WA 98504

Re: Transfer of Section 214 Authorizations from GTE to Bell Atlantic under
the Announced Merger.

Dear Mr. McLellan:

On July 28, 1998, GTE and Bell Atlantic announced a merger under which GTE will become a wholly-owned subsidiary of Bell Atlantic. On October 2, 1998, GTE and Bell Atlantic filed with the Federal Communications Commission applications to transfer control of radio licenses and Section 214 authorizations to operate interstate communications lines. Under the Communications Act and the FCC's rules, notice of the applications to transfer Section 214 authorizations is to be given to the regulatory agencies in each state through which a communication line passes. Accordingly, please find enclosed a copy of the Section 214 application filed by GTE and Bell Atlantic and some additional background information on the merger. If you have any questions, please contact the undersigned, counsel for GTE, at the above number.

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November 5, 1998

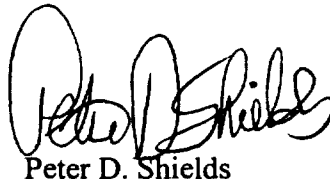
Mr. David L. Rauch
Executive Secretary
Missouri Public Service Commission
Harry S. Truman State Office Building
5th Floor
Post Office Box 360
Jefferson City, MO 65102

Re: Transfer of Section 214 Authorizations from GTE to Bell Atlantic under
the Announced Merger.

Dear Mr. Rauch:

On July 28, 1998, GTE and Bell Atlantic announced a merger under which GTE will become a wholly-owned subsidiary of Bell Atlantic. On October 2, 1998, GTE and Bell Atlantic filed with the Federal Communications Commission applications to transfer control of radio licenses and Section 214 authorizations to operate interstate communications lines. Under the Communications Act and the FCC's rules, notice of the applications to transfer Section 214 authorizations is to be given to the regulatory agencies in each state through which a communication line passes. Accordingly, please find enclosed a copy of the Section 214 application filed by GTE and Bell Atlantic and some additional background information on the merger. If you have any questions, please contact the undersigned, counsel for GTE, at the above number.

Sincerely,

A handwritten signature in black ink, appearing to read "Peter D. Shields", written over a horizontal line.

Peter D. Shields

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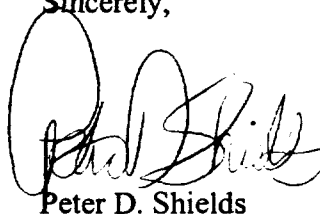
The Honorable Louis Caldera
Secretary of the Army
101 Army Pentagon
Washington, D.C. 20310-0101

Re: Transfer of Section 214 Authorizations from GTE to Bell Atlantic under
the Announced Merger.

Dear Secretary Caldera:

On July 28, 1998, GTE and Bell Atlantic announced a merger under which GTE will become a wholly-owned subsidiary of Bell Atlantic. On October 2, 1998, GTE and Bell Atlantic filed with the Federal Communications Commission applications to transfer control of radio licenses and Section 214 authorizations to operate interstate communications lines. Under the Communications Act and the FCC's rules, notice of the applications to transfer Section 214 authorizations is to be given to the Secretaries of the Army and Navy. Accordingly, please find enclosed a copy of the Section 214 application filed by GTE and Bell Atlantic and some additional background information on the merger. If you have any questions, please contact the undersigned, counsel for GTE, at the above number.

Sincerely,

A handwritten signature in black ink, appearing to read "Peter D. Shields", written over a large, loopy initial "P".

Peter D. Shields

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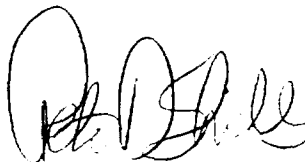
The Honorable John H. Dalton
Secretary of the Navy
Washington, D.C. 20350

Re: Transfer of Section 214 Authorizations from GTE to Bell Atlantic under
the Announced Merger.

Dear Secretary Dalton:

On July 28, 1998, GTE and Bell Atlantic announced a merger under which GTE will become a wholly-owned subsidiary of Bell Atlantic. On October 2, 1998, GTE and Bell Atlantic filed with the Federal Communications Commission applications to transfer control of radio licenses and Section 214 authorizations to operate interstate communications lines. Under the Communications Act and the FCC's rules, notice of the applications to transfer Section 214 authorizations is to be given to the Secretaries of the Army and Navy. Accordingly, please find enclosed a copy of the Section 214 application filed by GTE and Bell Atlantic and some additional background information on the merger. If you have any questions, please contact the undersigned, counsel for GTE, at the above number.

Sincerely,



Peter D. Shields

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